

## **Exhibit 42**

Outlook E-mail

**From:** Lee, Gary S.  
**Sent:** 5/9/2012 10:54:16 AM  
**To:** 'Timothy.Devine@ally.com'; 'rschrock@kirkland.com'; 'rcieri@kirkland.com'; 'Tammy.Hamzehpour@gmacescap.com'  
**Cc:** Lee, Gary S.  
**Subject:** Re: KP. Privileged. (Subject to FRE 408)

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We will be seeking Rescap board approval today. Does Ally's Board need to approve as it is signing the PSA and Rescap is agreeing to settle a claim in excess of 25mm which requires Ally approval under Ally's governance framework. Please let us know.

Thanks,

Gary S. Lee  
Morrison & Foerster LLP  
1290 Avenue of the Americas  
New York, NY 10104-0050  
T. 212.468.8042  
F. 212.468.7900  
glee@mofo.com

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**From:** Devine, Timothy  
**To:** Lee, Gary S.; rschrock@kirkland.com ; rcieri@kirkland.com  
**Sent:** Wed May 09 10:05:53 2012  
**Subject:** RE: KP. Privileged. (Subject to FRE 408)

And the set-off curve ball must be waived. No value.

Timothy A. Devine  
Chief Counsel - Litigation  
Ally Financial Inc. Legal Staff  
200 Renaissance Center  
M/C: 482-B09-B11  
Detroit, MI 48265  
(313) 656-3477

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**From:** Lee, Gary S. [mailto:GLee@mofo.com]  
**Sent:** Wednesday, May 09, 2012 10:01 AM  
**To:** rschrock@kirkland.com; Devine, Timothy  
**Cc:** rcieri@kirkland.com; Lee, Gary S.  
**Subject:** Re: KP. Privileged. (Subject to FRE 408)

That's what I gather.

REDACTED

-----Original Message-----

From: Schrock, Ray C.  
To: Timothy A. Devine  
To: Gary Lee  
Cc: Cieri, Richard M.  
Subject: RE: KP. Privileged. (Subject to FRE 408)  
Sent: May 9, 2012 9:06 AM

(And Gary, as you know, the pure cash number in the settlement agreement as Plan Sponsor is \$750MM. I do not want this lost in translation among the group please.)

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RC-9019\_00049216

Ray C. Schrock KIRKLAND & ELLIS LLP 601 Lexington Avenue New York, NY 10022 (Tel) (212) 446-4828 (Fax) (212) 446-4900 (Cell) (917) 446-1009 ray.schrock@kirkland.com IRS Circular 230 Disclosure: To ensure compliance with requirements imposed by the U.S. Internal Revenue Service, we inform you that any tax advice contained in this communication (including any attachments) was not intended or written to be used, and cannot be used, by any taxpayer for the purpose of (1) avoiding tax-related penalties under the U.S. Internal Revenue Code or (2) promoting, marketing or recommending to another party any tax-related matters addressed herein. The information contained in this communication is confidential, may be attorney-client privileged, may constitute inside information, and is intended only for the use of the addressee. It is the property of Kirkland & Ellis LLP or Kirkland & Ellis International LLP. Unauthorized use, disclosure or copying of this communication or any part thereof is strictly prohibited and may be unlawful. If you have received this communication in error, please notify us immediately by return e-mail or by e-mail to postmaster@kirkland.com, and destroy this communication and all copies thereof, including all attachments.

From: Devine, Timothy [mailto:Timothy.Devine@ally.com] Sent: Wednesday, May 09,

Gary S. Lee  
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